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Attorney for Interested Parties

UNITED STATES BANKRUPTCY COURT

DISTRICT OF NEVADA

In re:	)	BK-S-06-10725-LBR
	)	Chapter 11
USA COMMERCIAL MORTGAGE COMPANY)	
Debtor)	
In re:	)	BK-S-06-10726-LBR
	)	Chapter 11
USA CAPITAL REALTY ADVISORS, LLC,)	
Debtor)	
In re:	)	BK-S-06-10727-LBR
	)	Chapter 11
USA CAPITAL DIVERSIFIED TRUST DEED)	
FUND, LLC,)	
Debtor)	
In re:	)	BK-S-06-10728-LBR
	)	Chapter 11
USA CAPITAL FIRST TRUST DEED FUND,)	
LLC,)	
Debtor)	
In re:	)	BK-S-06-10729-LBR
	)	Chapter 11
USA SECURITIES, LLC,)	
Debtor)	

Affects:)
□ All Debtors)
■ USA Commercial Mortgage Co.)
□ USA Securities, LLC)
□ USA Capital Realty Advisors, LLC) DATE: 3-15-2007
□ USA Capital Diversified Trust Deed) TIME: 9:30 AM
□ USA First Trust Deed Fund, LLC)
)

APPLICATION FOR ATTORNEY FEES AND COSTS

COMES NOW Robert C. LePome, Esq., attorney for Direct Lenders Alexander and others shown in the Second Amended Statement of Robert C. LePome, Esq. and Nancy Allf, Esq. Pursuant to Rule 2019 filed as Docket #1077 of the firm of Parsons, Behle, & Latimer and Robert C. LePome Esq. and moves the Court to approve attorney fees in the amount of \$173,512.50 and costs in the amount of \$3,671.70. This application is based upon services rendered by Attorney for several Direct Lenders and a detailed breakdown of services rendered herein; by the task analysis filed herein and on 11 USC 503(b)(4) which provides for reasonable compensation for professional services rendered by an attorney.

Robert C. LePome, Esq.

/s/ Robert C. LePome, Esq.
Robert C. LePome, Esq.
10120 S. Eastern Ave. #200
Henderson, NV 89052
Attorney for Direct Lenders

AFFIDAVIT IN SUPPORT OF ATTORNEY FEES

STATE OF NEVADA)
) ss.
COUNTY OF CLARK)

ROBERT C. LEPOME, ESQ., being first duly sworn states that:

1. My customary hourly fee for a Bankruptcy representation is \$375.00 per hour. I have been paid by Direct Lenders the sum of \$126,520.00 and I request that my additional fees and costs be paid through the Chapter 11 Plan as a priority administrative debt.

2. A task analysis of his time to date follows:

Task Analysis

A. Communication with Clients, Review of Docket Filings. These services were incurred upon the Debtor filing a Chapter 11 Bankruptcy so that Direct Lenders' interests could be preserved and protected. This representation was key in that the Attorney herein represented and fought for many Direct Lenders, those that had retained him and those that did not have counsel at the time, until such time as the Direct Lenders Committee was formed and became active herein. The Attorney herein still monitored the case and acted after the Committee was formed at the request of his clients, the Direct Lenders.

Date	Description	Time	Amount
4/25/06	Telecons with Patrick Davis	0.50	187.50
4/26/06	Telecons with various investors regarding representation and documents needed	2.50	937.50
4/27/06	Review facts with investors and research court filings and newspaper articles	2.00	750.00
4/28/06	Telecons with investors	0.60	225.00
4/29/06	Telecons with investors and review Court filings	6.00	2,250.00
5/1/06	Telecons with various investors and research and review all filings in Bankruptcy	8.00	3,000.00

5/1/06	Prepare documents for filing	8.00	3,000.00
5/3/06	Return telephone calls and update files	1.00	375.00
5/4/06	Telecons with several investors re: status	2.00	750.00
5/4/06	Prepare letter to clients	2.00	750.00
5/4/06	Review emails with attachments from various investors	0.40	150.00
5/8/06	Review documentation re: Cielen	1.00	375.00
5/8/06	Telecon with Rich Raker	0.20	75.00
5/8/06	Miscellaneous telecons with investors	0.60	225.00
5/9/06	Review recent filings and download	2.10	787.50
5/9/06	Telecons with Ronning and others	3.00	1,125.00
5/11/06	Telecon with Hans Prakett	0.30	112.50
5/11/06	Review Pat Davis fax and research Linday and Chandler Heights LLC	0.40	150.00
5/17/06	Review emails from clients	0.60	225.00
5/18/06	Telecon with client	0.10	37.50
5/20/06	Review documents to date and dowload	2.00	750.00
5/20/06	Prepare letter to clients	2.50	937.50
5/22/06	Review correspondence from clients	1.00	375.00
5/24/06	Review and download Motions	1.00	375.00
5/24/06	Telecon with Ronning	0.50	187.50
5/25/06	Review filings	0.50	187.50
5/25/06	Telecon with Nancy Allf	0.20	75.00
5/26/06	Telecon with Nancy Golden	0.10	37.50
5/30/06	Review email of Sally Olds	0.30	112.50
5/30/06	Review email and telecon with Ronning in response to email	0.60	225.00
5/31/06	Review and download documents	3.00	1,125.00
6/2/06	Telecons with Eric and Crosbie Ronning	0.50	187.50
6/6/06	Prepare letter to clients	1.00	375.00
6/8/06	Telecon with Nancy Allf	0.40	150.00
6/8/06	Telecons with Grable and Eric Ronning	0.40	150.00
6/13/06	Review 100 filings	2.50	937.50
6/13/06	Review email from Mr. Voss	0.20	75.00
6/13/06	Respond to email to Mr. Voss	0.80	300.00
6/13/06	Telecons with Nancy Allf	0.20	75.00
6/13/06	Review emails and download pleadings	2.00	750.00
6/13/06	Prepare rough draft of chart showing client, investment fund, monthly amount	5.00	1,875.00
6/13/06	Telecons with clients (Alexander, Voss, Ronning, and others)	2.00	750.00
6/26/06	Review and download various documents	2.50	937.50

	and review		
6/26/06	Telecons with clients	1.00	375.00
6/26/06	Prepare letter to Mr. Garman	0.50	187.50
7/13/06	Telecons with clients and review files	3.00	1,125.00
7/14/06	Telecon with clients	2.00	750.00
7/18/06	Review files and return telecons	1.00	375.00
7/24/06	Telecons with various clients	1.00	375.00
7/24/06	Prepare new Schedule A	1.00	375.00
7/24/06	Download documents	1.00	375.00
7/25/06	Check emails	1.00	375.00
7/25/06	Telecons with client	1.00	375.00
7/26/06	Telecons with clients and review emails	1.00	375.00
7/26/06	Prepare new 2019 Statement	1.50	562.50
7/26/06	Prepare new Schedule A	1.00	375.00
7/27/06	Work on revised Schedules	2.00	750.00
7/27/06	Prepare work on revised Schedules	3.00	1,125.00
7/31/06	Review e-filing	1.00	375.00
7/31/06	Prepare new schedules	1.50	562.50
7/31/06	Telecon with Nancy Allf	0.50	187.50
8/1/06	Telecons with clients	1.00	375.00
8/1/06	Download and respond to emails	1.00	375.00
8/3/06	Additional download several documents in preparation for Court hearing	2.00	750.00
8/3/06	Review all documents	3.00	1,125.00
8/3/06	Telecons with clients and review filings	1.80	675.00
8/4/06	Prepare letter to clients	0.50	187.50
8/4/06	Telecon with clients	0.50	187.50
8/7/06	Telecon with Bunny Vreeland and Scott Kusich	0.20	75.00
8/8/06	Telecons with clients	1.00	375.00
8/8/06	Prepare Notice of Appearance	1.00	375.00
8/10/06	Telecon with Betty Kolstrup	0.40	150.00
8/11/06	Telecon with Betty Kolstrup and prepare letter	1.00	375.00
8/11/06	Review and download e-filings	1.00	375.00
8/11/06	Review documents and include in letter and review Appraisal	1.50	562.50
8/11/06	Review Appraisals and telecon with clients	4.00	1,500.00
8/14/06	Telecon with clients	2.00	750.00
8/16/06	Telecon with clients	1.00	375.00
8/23/06	Telecons with clients	1.00	375.00
8/28/06	Telecons with clients	1.00	375.00

8/28/06	Telecon with Mori Mansell re: common issues	0.40	150.00
8/30/06	Telecon with Eric Ronning	0.60	225.00
8/30/06	Telecons with Clark Bartkowski	0.30	112.50
8/30/06	Telecon with Lenny Schwartzer and Nancy Allf	0.30	112.50
8/30/06	Telecon with client	0.60	225.00
8/31/06	Download and review efilings	1.50	562.50
9/6/06	Telecons with clients and letters and email to clients	2.50	937.50
9/7/06	Review emails from clients	0.60	225.00
9/8/06	Telecons with clients	0.40	150.00
9/11/06	Telecon with Rob Charles	0.60	225.00
9/12/06	Telecon with client	0.20	75.00
9/12/06	Download and review Motions, etc.	2.00	750.00
9/12/06	Review Statement of Sharon June and explained why no check and estimate probable outcome	0.60	225.00
9/12/06	Telecons with Hans Prakett and Hubbard	0.20	75.00
9/13/06	Telecon with Nancy Allf's office	0.10	37.50
9/18/06	Telecon with Rob Charles	0.20	75.00
9/19/06	Telecons with Steve Kusich	0.20	75.00
9/19/06	Prepare draft of Releases	0.60	225.00
9/22/06	Prepare letter to clients	2.00	750.00
9/22/06	Review client files	2.00	750.00
9/26/06	Download and print emails	1.00	375.00
9/26/06	Telecon with Hubbard and Gareth Craner	0.60	225.00
9/27/06	Meeting with Greg Gorman and Jan Chubb re: strategy	1.50	562.50
10/10/06	Review of emails for various clients and Motions	1.50	562.50
10/10/06	Review emails from various clients and download filings	1.00	375.00
10/10/06	Telecon with Pamela Marton	0.20	75.00
10/13/06	Letter to client	0.10	37.50
10/13/06	Telecon with Greg Garman	0.10	37.50
10/16/06	Review status of Drs. Alexander and prepare letter	2.00	750.00
10/16/06	Review and download general filings	1.00	375.00
10/16/06	Review emails of Nancy Golden and respond	0.80	300.00
10/19/06	Telecons with Prakett, Hubbard and others	0.60	225.00
10/19/06	Download and review emails	1.00	375.00

10/20/06	Telecons with Alexander and Wolf Voss re: proposed sale of assets and other matters	1.00	375.00
10/20/06	Download and review all emails	1.00	375.00
10/20/06	Telecon with Hubbard	0.10	37.50
10/20/06	Telecon with client	0.10	37.50
10/23/06	Download emails	1.50	562.50
10/24/06	Review fax	0.20	75.00
10/24/06	Telecon with client	0.30	112.50
10/24/06	Review file and obtain copy of document	0.10	37.50
10/25/06	Review emails and download filings and Orders and review	1.00	375.00
10/26/06	Telecons with Jan Chubb and Russ Walker re: strategy	0.60	225.00
10/26/06	Telecon with Richard McKnight	0.30	112.50
10/30/06	Telecon with Sharon Juno	0.30	112.50
10/31/06	Review emails and download documents and resolve Orders	0.60	225.00
10/31/06	Review email from Gorts and respond	0.40	150.00
10/31/06	Review 3 client statements	1.00	375.00
11/8/06	Misc. telecons with clients	1.00	375.00
11/13/06	Telecons with Craig Medoff, Edwin Arnold and Lenny Schwartzer	1.00	375.00
11/16/06	Download revised Plan and Schedules and review	2.00	750.00
11/16/06	Download email	1.50	562.50
11/16/06	Telecons with Hans Prakett & Margaret Graf	0.40	150.00
11/21/06	Telecons with Ronning, Alexander, Pat Davis Gorts, Arnold and Huff	1.00	375.00
11/28/06	Review & reply to several emails from client	1.50	562.50
11/29/06	Respond to contact from other clients and explain Plan and voting	2.40	900.00
11/29/06	Respond to Muriel Arnold and other concerning proposed Plan and voting	1.00	375.00
11/29/06	Review emails and respond to several and prepare letter to clients	2.50	937.50
11/29/06	Telecons with Pamela Marton, Hans Prakett, Eric Ronning and others	1.40	525.00
11/29/06	Telecon with Mr. Ulm - point man for Donna and lobby for the Plan	0.40	150.00
11/30/06	Telecons from clients	1.50	562.50
11/30/06	Review emails and respond	1.80	675.00
11/30/06	Telecons with clients	0.40	150.00

11/30/06	Review list of servicing fees	0.60	225.00
12/4/06	Review emails	1.00	375.00
12/4/06	Telecons with clients and review faxes	1.00	375.00
12/5/06	Review emails	0.50	187.50
12/7/06	Review faxes from clients re: service fees	0.60	225.00
12/8/06	Respond to telecons of clients	1.00	375.00
12/8/06	Review emails and respond to Teeter	0.50	187.50
12/10/06	Review Complaint against Robin Graham and telecon with client	0.60	225.00
12/10/06	Prepare letter to Susan Scann	0.40	150.00
12/11/06	Telecons with Ed Arnold	0.30	112.50
12/11/06	Meeting with Charles Huff	0.60	225.00
12/13/06	Telecon with clients and download emails	1.50	562.50
12/27/06	Review email and reply	0.40	150.00
12/27/06	Review email and reply	0.40	150.00
12/27/06	Review all downloads	1.20	450.00
12/28/06	Respond to emails of Pat Davis and MW Gorts and download all emails	2.00	750.00
12/29/06	Review emails and download filings	0.80	300.00
12/29/06	Respond to clients emails	0.40	150.00
12/31/06	Review emails	0.20	75.00
12/31/06	Telecon with Nancy Allf	0.20	75.00
1/1/07	Prepare response to email	0.30	112.50
1/4/07	Review fax of client	0.20	75.00
1/4/07	Prepare two letters	0.40	150.00
1/17/07	Fax to Mr. Graham	0.20	75.00
1/17/07	Review Craner and others	0.50	187.50
1/17/07	Download emails and filings and review	2.00	750.00
1/22/07	Telecon with Stanley Alexander	0.20	75.00
1/22/07	Review emails and respond	0.90	337.50
1/27/07	Review email	1.00	375.00
1/29/07	Prepare letter to client	0.60	225.00
1/29/07	Prepare email and copy to Nancy Allf	0.10	37.50
1/29/07	Respond to request for advice from Pamela Marton	0.70	262.50
2/5/07	Review court docket and download pleadings	0.30	112.50
2/8/07	Telecon with Eric Ronning	0.30	112.50
2/10/07	Review all email and e-filings	1.50	562.50
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		198.40	\$74,400.00

B. Preparation of Proofs of Claim. This is necessary in order to adequately represent the Direct Lenders herein. Proof of Claims were prepared and filed for all Direct Lenders represented by attorney herein for the deficiency claim amounts.

Date	Description	Time	Amount
11/16/06	Telecon with Ronning re: Proofs of Claims	0.60	225.00
11/30/06	Prepare rough draft of Proof of Claims pages 1.80 2 and 3	1.80	675.00
11/30/06	Prepare Proof of Claims	0.70	262.50
11/30/06	Download Proof of Claim forms and copies	0.20	75.00
12/1/06	Prepare Proof of Claims for Alexander, Ronning, Davis, Wildwater and Bosworth	6.00	2,250.00
12/1/06	Telecons with client re: proof of claims, plan and voting	3.00	1,125.00
12/1/06	Prepare Proofs of Claims for clients	4.00	1,500.00
12/4/06	Prepare Proof of Claims for clients	4.00	1,500.00
12/5/06	Prepare Proof of Claims for clients	6.00	2,250.00
12/7/06	Prepare Proof of Claims for clients	5.00	1,875.00
12/8/06	Prepare Proof of Claim	1.00	375.00
12/11/06	Prepare Proofs of Claim of Winkler, Voss and Arnold	2.50	937.50
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		34.80	\$13,050.00

C. Prepare for and attend the First Meeting of Creditors. Bankruptcy Law requires that there be a Meeting of Creditors and Direct Lenders were represented at the Meeting of Creditors.

Date	Description	Time	Amount
5/17/06	Attend 341 Hearing	4.00	1,500.00
7/11/06	Telecon with Nancy Allf re: 341 hearing	0.10	37.50
7/11/06	Prepare for 341 Hearing	1.00	375.00
7/12/06	Attend 341 Hearing	5.50	2,062.50
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		10.60	\$3,975.00

D. File Motions, Oppositions and obtain a fair Plan Confirmation. It was necessary to review and act on all pleadings filed up and until a Plan was confirmed to protect the interest of the Direct Lenders.

Date	Description	Time	Amount
4/27/06	Prepare Oppositions for various investors	4.50	1,687.50
4/28/06	Prepare Oppositions for various investors	7.00	2,625.00
5/2/06	Prepare Supplement and Affidavit of Mark Gross and file	2.00	750.00
5/2/06	Meeting with Mark Gross and prepare changes to Affidavit while he waited	0.60	225.00
5/3/06	Prepare for Court Hearing	1.50	562.50
5/3/06	Attend Court Hearing	6.00	2,250.00
5/4/06	Telecons with Mark Gross of U.S. Loan Services	0.30	112.50
5/4/06	Prepare Motion for Alexander's to Release Funds	1.50	562.50
5/9/06	Rough draft letter to other counsel	0.80	300.00
5/9/06	Prepare and file Motion to Return Funds of Ronning, et al.	2.00	750.00
5/11/06	Review Debtor's Motion to Temporarilly Hold Funds	1.50	562.50
5/11/06	Review client input re: Debtor's Motion to Temporarilly Hold Funds Pending Determination	1.00	375.00
5/12/06	Prepare rought draft of Opposition	3.00	1,125.00
5/12/06	Law library research on cases applicable	1.00	375.00
5/17/06	Prepare second draft of Opposition to Delay Payments	2.00	750.00
5/18/06	Finalize Objection to Delay Funds	1.00	375.00
5/18/06	Attend Court Hearings	3.00	1,125.00
5/22/06	Review letter of May 22, 2006 and prepare fax Reply	0.60	225.00
5/22/06	Prepare Joinder to Chubb's Motion	1.00	375.00
5/22/06	Prepare Errata in Ronning case	0.50	187.50
5/24/06	Prepare Opposition to Application to Employ	2.00	750.00
5/24/06	Prepare Reply to Opposition re: Ronning and Alexander	2.00	750.00
5/25/06	Finalize Reply	1.50	562.50
5/25/06	Finalize Objection to Retention	1.50	562.50

5/26/06	Telecon with Gordon and Silver	0.20	75.00
5/26/06	Review Stipulation and Order	0.20	75.00
5/26/06	Review Allison's Declaration and copies to file	0.50	187.50
6/5/06	Prepare for hearing and attend hearing	4.00	1,500.00
6/6/06	Review proposed Orders and letters to counsel	1.00	375.00
6/6/06	Telecon with Ronning and rough draft Affidavits	1.00	375.00
6/14/06	Research applicable law and shepardize cases	2.00	750.00
6/14/06	Review all Briefs filed by opposing counsel	1.50	562.50
6/15/06	Attend Court	4.00	1,500.00
6/15/06	Review Order re: loan payments and fax to both Jarvis and Schwartzer	0.20	75.00
6/26/06	Research at Law Library	2.50	937.50
6/26/06	Rough draft Supplemental Brief	3.00	1,125.00
6/26/06	Review and execute Ronning and Alexander Orders and respond to emails	1.00	375.00
7/6/06	Prepare rough draft of Motion to obtain appraisals	1.00	375.00
7/7/06	Download and review Debtor's Motion to Distribute Funds	2.50	937.50
7/10/06	Preliminary review of cases cited by Debtor on issue of set-offs	2.00	750.00
7/17/06	Rough draft of Compilation of Objection to Set Offs and determine amounts on loan by loan basis	6.50	2,437.50
7/18/06	Work on set-offs documents	5.00	1,875.00
7/18/06	Prepare second draft of Objection	2.00	750.00
7/19/06	Review and upload Opposition	1.00	375.00
7/25/06	Prepare for Court	0.50	187.50
7/25/06	Attend Court	3.00	1,125.00
7/26/06	Prepare Supplement to Opposition	3.00	1,125.00
8/1/06	Finalize Motion re: Direct Investors	2.00	750.00
8/1/06	Prepare letter to Lenny Schwartzer	0.50	187.50
8/3/06	Organize argument for August 4, 2006	0.20	75.00
8/4/06	Prepare for Court hearing	2.00	750.00
8/4/06	Attend Court hearing	3.50	1,312.50
8/16/06	Attend Court Hearing	2.50	937.50
8/23/06	Review emails re: Order of Distribution of Funds	1.00	375.00

Date	Description	Time	Amount
8/23/06	Review Oppositions to Motion for Payment without Setoffs	3.00	1,125.00
8/23/06	Prepare letter to opposing parties	0.20	75.00
8/25/06	Rough draft Reply Brief	4.00	1,500.00
9/7/06	Prepare rough draft of Opposition to Motion to Extend Exclusive Period	4.00	1,500.00
9/8/06	Finalize Objection to further extension	2.00	750.00
9/8/06	Download and review transcript	2.00	750.00
9/12/06	Prepare for Court Hearing	1.00	375.00
9/13/06	Prepare for Hearing	0.50	187.50
9/13/06	Attend Court	3.00	1,125.00
9/18/06	Review proposed Order	0.50	187.50
9/19/06	Review Plan of Reorganization	2.00	750.00
9/19/06	Review Disclosure Statement	1.00	375.00
9/20/06	Review more Plan of Reorganization	1.50	562.50
10/19/06	Attend Court hearings	4.00	1,500.00
10/20/06	Review Opposition to Reply	0.60	225.00
10/25/06	Attend Court	3.50	1,312.50
10/26/06	Prepare letter to Gordon & Silver	0.60	225.00
10/30/06	Attend Court	2.00	750.00
10/30/06	Download and review Opposition to Motion	0.50	187.50
11/13/06	Attend Court Hearings	3.00	1,125.00
11/28/06	Attend Court	2.50	937.50
12/7/06	Download and examine Supplemental filing	1.40	525.00
12/8/06	Attend Court	2.00	750.00
12/29/06	Review proposed Order	0.40	150.00
12/31/06	Prepare draft of Objection to Order	0.80	300.00
1/1/07	Review email re: Order	0.20	75.00
1/17/07	Attend Court hearing	3.00	1,125.00
1/17/07	Telecon with Mr. Justice	0.30	112.50
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		156.60	\$58,725.00

E. Adversary Proceedings. There was a Interpleader Action filed herein by the Debtor and proper representation was required by various Direct Lenders in negotiating settlements or in the alternative to file an Answer and Cross-Claim to effect a settlement.

Date	Description	Time	Amount
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8/7/06	Prepare rough draft of Stipulation	1.20	450.00
8/10/06	Obtain printout of Adversary and prepare letter to client	0.60	225.00
8/22/06	Prepare draft of Ronning Stipulation	2.00	750.00
8/23/06	Finalize Ronning Stipulation	0.80	300.00
9/22/06	Prepare Settlement proposal to Harris	0.40	150.00
8/29/06	Negotiate final settlement with Robert Ulm and Stanley Alexander	0.50	187.50
8/29/06	Rough draft Stipulation	1.00	375.00
8/30/06	Rough draft Stipulation	0.40	150.00
9/11/06	Telecons with other parties re: Ronning Stipulation	0.80	300.00
9/11/06	Rough draft changes to Stipulation and Order	0.60	225.00
9/12/06	Prepare Stipulation and Order re: settlement	2.00	750.00
9/27/06	Prepare revised Stipulations	1.00	375.00
9/22/06	Prepare three Opposition to Summary Judgment	3.00	1,125.00
9/26/06	Work on Hubbard and other Oppositions to Motion for Summary Judgment	1.00	375.00
9/28/06	Attend Court	6.00	2,250.00
9/28/06	Revise Response for Summary Judgment as to Hubbard, Kolstrup and Craner	2.00	750.00
9/28/06	Revise and finalize Stipulation and Order on Alexander	1.00	375.00
9/28/06	Revise Stipulation and Order on Ronning	1.00	375.00
9/28/06	Prepare Stipulation and Order on Arnold	1.00	375.00
10/06/06	Prepare Adversary Answer for all clients	2.00	750.00
10/6/06	Finalise Response to Motions for Summary Judgment	4.50	1,687.50
10/13/06	Rough draft of Monighetti's Cross-Claim	1.00	375.00
10/16/06	Finalize Ronning Cross-Complaint against Monighetti	1.00	375.00
10/20/06	Telecon with Steve Sidhu at Larson and Stephens who represents Feeney and offered 1/3 to 2/3 (our favor)	0.70	262.50
10/20/06	Telecon with John Laxague re: Connell Medoff and Craner	0.60	225.00
10/20/06	Telecon with Steve Harris	0.10	37.50
10/23/06	Telecon with Dave Houston	0.20	75.00
10/23/06	Telecon with George Frame	0.40	150.00
10/23/06	Prepare and fax document to George Frame	0.40	150.00

10/24/06	Rough draft of Stipulation	1.00	375.00
10/24/06	Prepare letter re: settlement	1.00	375.00
10/24/06	Prepare Stipulation and Order	1.50	562.50
10/24/06	Telecon with attorneys	0.40	150.00
10/30/06	Prepare Offer of Judgment on Hubbard	1.00	375.00
10/30/06	Prepare Offer of Judgment on Craner	1.00	375.00
10/30/06	Prepare Offer of Judgment on Kolstrup	1.00	375.00
11/16/06	Prepare Answer and Cross-claim for Arnold and Gorts	2.60	975.00
1/4/07	Telecon with client and John Laxague	0.40	150.00
1/22/07	Negotiations with Debt Acquisition re: Rocklin Redding clients	0.50	187.50
1/22/07	Telecon with all 4 clients re: proposed settlement with Debt Acquisition	0.80	300.00
1/28/07	Prepare rough draft of Opposition to Second Motion by USA Commercial Mortgage to Award USACMC its attorney fees	2.00	750.00
1/29/07	Review Settlement and Order	1.00	375.00
2/5/07	Further work on Opposition to Motion for Fees by Dave Huston	1.50	562.50
2/6/07	Work on draft of Opposition to Attorney Fees Application	1.00	375.00
2/6/07	Research law at Law Library	1.00	375.00
2/7/07	Continue to rough draft Opposition to Dave Huston's Fee Application	3.00	1,125.00
2/8/07	Telecon with Sidell re: Ogren	0.20	75.00
2/9/07	Finalize Objection to Huston's Fee Application	1.50	562.50
2/14/07	Review Order Approving Fee Application	0.20	75.00
2/15/07	Attend Court	1.00	375.00
2/15/07	Prepare Motion for Reconsideration of Order	1.50	562.50
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		62.30	\$23,362.50

F. Reimbursement for Out of Pocket Costs. There were costs necessarily incurred in this bankruptcy including copy costs, postage and filing fees.

Date	Description	Amount
9/11/06	Transcript costs	299.20

9/11/06	Attorney Fees and Costs to Parsons Behle Law Firm	3,372.50

	Total costs	\$3,671.70
	Total Attorney fees	\$173,512.50

/s/ Robert C. LePome, Esq.
ROBERT C. LEPOME, ESQ.

SUBSCRIBED AND SWORN to before
me this 15th day of February, 2007.

/s/ Susan M. Stanton
NOTARY PUBLIC in and for said County
and State.